

NCTO

A0820258



**Secretary of State  
Restated Articles of Incorporation  
Nonprofit Mutual Benefit Corporation  
to General Stock Corporation**

**RST  
MU-GS**

**IMPORTANT — Read instructions before completing this form.**

**Filing Fee — \$70.00**

**Copy Fees —** First page \$1.00, each attachment page \$0.50;  
Certification Fee - \$5.00

**Note:** You must file a Statement of Information (Form SI-550) to change the Corporation's business address(es) or to change the name or address of the Corporation's agent for service of process, which can be filed online at [bizfile.sos.ca.gov](http://bizfile.sos.ca.gov).

**FILED** *CW*  
**Secretary of State  
State of California**  
**OCT 24 2018** *[Signature]*

*1cc*  
**Above Space For Office Use Only**

**The undersigned certify that:**

**1. They are the President and Secretary of the following corporation:**

**1a. Current Corporation Exact Name** (Enter the exact name on file with the California Secretary of State.)

**GOLDEN HEALTH & WELLNESS**

**1b. 7-Digit Secretary of State Entity (File) Number, if Known** (Enter the exact 7-Digit Entity (File) Number issued by the California Secretary of State. If you do not know the Secretary of State Entity (File) Number, leave this space blank.)

**C3222255**

**2. The Articles of Incorporation of this corporation are amended and restated to read as follows:**

- I. Corporation Name** (See Instructions —If you are changing the name of your Corporation on file with the California Secretary of State, list the new proposed name. List the proposed new Corporation name exactly as it is to appear on the records of the California Secretary of State. If you are not changing the name, please list the name exactly as it currently appears on the records of the California Secretary of State.)

The Name of the Corporation is:

**GOLDEN HEALTH & WELLNESS, INC.**

**II. Authorized Shares** (Enter the number of shares the corporation is authorized to issue. Do not leave blank or enter zero (0).)

The Corporation is authorized to issue only one class of shares of stock.  
The total number of shares which this corporation is authorized to issue is **10,000,000**

**III. Impact to Existing Membership Interests, If Any** (Check only one box.)

- ☐ The corporation currently has outstanding membership interests and upon the filing of these Restated Articles of Incorporation each outstanding membership interest shall be canceled without consideration.
- OR
- ☐ The corporation currently has outstanding membership interests and upon the filing of these Restated Articles of Incorporation each one outstanding membership interest shall be converted into one share of common stock of the corporation.
- OR
- ☒ The corporation has no outstanding membership interests at the time of filing of these Restated Articles of Incorporation.

**IV. Purpose Statement** (Do not alter Purpose Statement.)

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

**- CONTINUE ON NEXT PAGE -**

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## Restated Articles of Incorporation

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**3. Approvals** (For membership approval, check only one box.)**3a.** The Restated Articles of Incorporation has been approved by the board of directors.**3b.** Member approval was (check one):☐ By the required vote of the members in accordance with California Corporations Code sections 7812, 7813 and 7819.

OR

☒ Not required because the corporation has no members.

Additional article provisions set forth on attached pages, if any, are incorporated herein by reference and made part of this Form RST MU-GS. (All attachments should be 8 1/2 x 11, one-sided, legible and clearly marked as an attachment to this form RST MU-GS.)

**Signatures** (See instructions for signature requirements. Note: Both lines must be signed)

We declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate and attachments hereto, if any, are true and correct of our own knowledge.

10/22/2018  
Date

Signature

Gayk Serobyan  
Type or Print Name of President10/22/2018  
Date

Signature

Grach Serobyan  
Type or Print Name of Secretary